

## TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

Termination of Security Interest

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Wachovia Bank, National Association, as Administrative Agent		08/18/2004	national banking association: UNITED STATES

## RECEIVING PARTY DATA

Name:	Genesis Holdings, Inc.
Street Address:	Seven East Lee Street
City:	Baltimore
State/Country:	MARYLAND
Postal Code:	21202
Entity Type:	CORPORATION: DELAWARE

## PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
Registration Number:	2302332	GENESIS ELDERCARE
Registration Number:	2062522	GENESIS MANAGEMENT RESOURCES
Registration Number:	2239106	FOR A FULL LIFE
Registration Number:	2084540	ELDERCARE FOR A FULL LIFE
Registration Number:	2196189	GENESIS ELDERCARE
Registration Number:	2175374	FULL POTENTIAL
Registration Number:	2270169	
Registration Number:	2433814	FULL LIFE
Registration Number:	2843415	GENESIS HEALTH SERVICES
Registration Number:	2707618	GENESIS HOSPITALITY SERVICES
Registration Number:	2719783	GENESIS REHABILITATION SERVICES
Serial Number:	74620560	GENESIS HEALTH VENTURES
Serial Number:	75856023	GENESIS SELECT CARE
Serial Number:	76163843	GENESIS FULL LIFE SERVICES

TRADEMARK

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REEL: 002940 FRAME: 0189

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Serial Number:	76163900	GENESIS CONSULTING SERVICES
Serial Number:	76163924	GENESIS DIAGNOSTIC SERVICES
Serial Number:	76375832	RESPIRATORY HEALTH SERVICES
Serial Number:	76418405	HOMESTEAD BY GENESIS ELDERCARE

#### CORRESPONDENCE DATA

Fax Number: (919)416-8339

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 919 286-8049

Email: PTO\_TMconfirmation@mvalaw.com

Correspondent Name: Moore & Van Allen PLLC

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Address Line 4: Durham, NORTH CAROLINA 27705

ATTORNEY DOCKET NUMBER:	512485.1183 JES
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NAME OF SUBMITTER:	John E. Slaughter
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Total Attachments: 2

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## TERMINATION OF SECURITY INTEREST IN TRADEMARKS

This **TERMINATION OF SECURITY INTEREST IN TRADEMARKS**, dated as of August ~~18~~<sup>5th</sup>, 2004, is made by Wachovia Bank, National Association, as Administrative Agent (the "Secured Party").

**WHEREAS**, Genesis Holdings, Inc. (the "Grantor") has granted a security interest in certain personal property to the Secured Party, including without limitation a security interest in certain trademarks, trademark applications, and/or trademark licenses ("Trademarks");

**WHEREAS**, the security interest granted to the Secured Party was recorded at the United States Patent and Trademark Office on February 4, 2004 at Reel 2787 and Frame 0862; and

**WHEREAS**, the Secured Party has agreed to terminate and release its security interest in all of such Trademarks, including, without limitation, the Trademarks identified on Schedule A attached hereto.

**NOW, THEREFORE**, for valuable consideration, the Secured Party hereby terminates and releases all mortgages, liens, and security interests granted to the Secured Party in the following Trademarks:

1. all of the Grantor's Trademarks to which the Grantor is a party including those referred to on Schedule A attached hereto;
2. all goodwill of the business connected with the use of, and symbolized by, each Trademark; and
3. all products and proceeds of the foregoing, including, without limitation, any claim by the Grantor against third parties for past, present or future (i) infringement or dilution of any Trademark or (ii) injury to the goodwill associated with any Trademark.

**IN WITNESS WHEREOF**, the Secured Party has caused this Termination of Security Interest in Trademarks to be duly executed as of the date first set forth above.

Secured Party:

Wachovia Bank, National Association,  
as Administrative Agent

By: Scott Santa Cruz  
Name: DIRECTOR SCOTT SANTA CRUZ  
Title: DIRECTOR

**Registered Marks**

Mark	Registration No.	Registration Date
GENESIS ELDERCARE	2302332	12/21/1999
GENESIS MANAGEMENT RESOURCES	2062522	05/20/1997
FOR A FULL LIFE	2239106	04/13/1999
ELDERCARE FOR A FULL LIFE	2084540	07/29/1997
GENESIS ELDERCARE	2196189	10/13/1998
FULL POTENTIAL	2175374	07/21/1998
Design only	2270169	08/17/1999
FULL LIFE	2433814	03/06/2001
GENESIS HEALTH SERVICES	2843415	05/18/2004
GENESIS HOSPITALITY SERVICES	2707618	04/15/2003
GENESIS REHABILITATION SERVICES	2719783	05/27/2003

**Pending Applications**

Mark	Application No.	Filing Date
GENESIS HEALTH VENTURES	74620560	01/10/1995
GENESIS SELECT CARE	75856023	11/22/1999
GENESIS FULL LIFE SERVICES	76163843	11/13/2000
GENESIS CONSULTING SERVICES	76163900	11/13/2000
GENESIS DIAGNOSTIC SERVICES	76163924	11/13/2000
RESPIRATORY HEALTH SERVICES	76375832	02/25/2002
HOMESTEAD BY GENESIS ELDERCARE	76418405	06/07/2002